

KWON YOUNG
Form 4
May 10, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KWON YOUNG

(Last) (First) (Middle)

C/O MOMENTA
PHARMACEUTICALS, INC., 301
BINNEY STREET

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MOMENTA
PHARMACEUTICALS INC
[MNTA]

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP, Corporate Development

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/08/2018		M ⁽¹⁾		1,409	A	\$ 0
Common Stock	05/08/2018		S ⁽²⁾		493	D	\$ 18.08
Common Stock	05/09/2018		M ⁽²⁾		5,000	A	\$ 13.26
Common Stock	05/09/2018		S ⁽²⁾		5,000	D	\$ 21.9

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Common Stock	05/09/2018	<u>M</u> (2)	2,000	A	\$ 15.44	144,827	D
Common Stock	05/09/2018	<u>S</u> (2)	2,000	D	\$ 21.9	142,827	D
Common Stock	05/09/2018	<u>M</u> (2)	2,000	A	\$ 12.58	144,827	D
Common Stock	05/09/2018	<u>S</u> (2)	2,000	D	\$ 21.9	142,827	D
Common Stock	05/09/2018	<u>M</u> (2)	3,000	A	\$ 17.96	145,827	D
Common Stock	05/09/2018	<u>S</u> (2)	3,000	D	\$ 21.9	142,827	D
Common Stock	05/09/2018	<u>M</u> (2)	2,000	A	\$ 13.02	144,827	D
Common Stock	05/09/2018	<u>S</u> (2)	2,000	D	\$ 21.9	142,827	D
Common Stock	05/09/2018	<u>S</u> (2)	296	D	\$ 21.9	142,531	D
Common Stock	05/09/2018	<u>S</u> (2)	204	D	\$ 21.9	142,327	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(3)</u>	05/08/2018		<u>M</u> (1)	1,409	<u>(4)</u>	<u>(4)</u>	Common Stock	1,409
	\$ 13.26	05/09/2018		<u>M</u> (2)	5,000	02/22/2015	02/22/2021		5,000

Stock Option(Right to Buy)								Common Stock	
Stock Option(Right to Buy)	\$ 15.44	05/09/2018		<u>M</u> (2)	2,000	02/14/2016	02/14/2022	Common Stock	2,000
Stock Option(Right to Buy)	\$ 12.58	05/09/2018		<u>M</u> (2)	2,000	02/19/2017	02/19/2023	Common Stock	2,000
Stock Option(Right to Buy)	\$ 17.96	05/09/2018		<u>M</u> (2)	3,000	02/18/2018	02/18/2024	Common Stock	3,000
Stock Option(Right to Buy)	\$ 13.02	05/09/2018		<u>M</u> (2)	2,000	02/18/2018	02/18/2025	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KWON YOUNG C/O MOMENTA PHARMACEUTICALS, INC. 301 BINNEY STREET CAMBRIDGE, MA 02142			SVP, Corporate Development	

Signatures

/s/ Alejandra Carvajal as attorney
in fact

05/10/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Shares received pursuant to settlement of Restricted Stock Units that were granted on February 7, 2017.

(2) This transaction was effected pursuant to a Rule 10b5-1 trading plan.

(3) Restricted Stock Units convert into common stock on a one-for-one basis.

(4) Subject to certain criteria, the restricted stock units will vest with respect to 25% of the shares on the first anniversary of the grant date, and the remainder will vest in equal quarterly installments over the subsequent three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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